

RECORDATION NO. 14823-I FILED

AUG 14 '09 -10 30 AM

**SURFACE TRANSPORTATION BOARD**

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August 14, 2009

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Re: GATC Trust 85-2

Dear Ms. Quinlan

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release, dated as of January 14, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease (GATC Trust 85-2) previously filed with the Board under Recordation Number 14823

The name and address of the party to the enclosed document are:

Lessor: ATEL Capital Equipment Fund VII, L.P.  
c/o ATEL Leasing Corporation  
235 Pine Street  
San Francisco, CA 94104

[Lessee: GATX Corporation (successor by merger to  
GATX Financial Corporation)  
500 West Monroe Street  
Chicago, IL 60661]

Anne K. Quinlan, Esquire  
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A description of the railroad equipment covered by the enclosed document is.

2 railcars RELEASED: GACX 56353 AND GACX 56359.

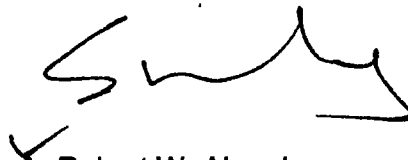
A short summary of the document to appear in the index is:

Partial Release.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. W. Alvord', with a checkmark to the left.

Robert W. Alvord

RWA/sem  
Enclosures

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**BILL OF SALE AND PARTIAL RELEASE**

ATEL Capital Equipment Fund VII, L.P. (the "Lessor") under an Equipment Lease Agreement (GATC Trust 85-2) dated as of October 25, 1985 (the "Lease") between the Lessor and GATX Corporation successor by merger to GATX Financial Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GACX 056353 and GACX 056359 (the "Units") "as is," "where is," without recourse, representation or warranty, expressed or implied, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease has terminated.

Buyer shall defend, indemnify and hold Seller harmless for any and all taxes, whether Federal, State or local resulting from this conveyance.

Dated: January 14, 2009

ATEL Capital Equipment Fund VII, L.P.

By: ATEL Financial Services, LLC, its General Partner

By: ATEL Leasing Corporation, its Manager

By: [Signature]

Name: Vasco H. Morais

Title: Executive Vice President

ATEL LEGAL DEPARTMENT  
APPROVED  
AS TO FORM

BY: [Signature]

STATE OF California }

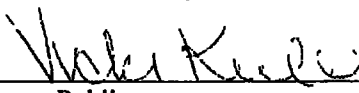
ss.

COUNTY OF San Francisco }

On August 10, 2009, before me, Vicki Kiele, the undersigned Notary Public, personally appeared Vasco H. Morais, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument and acknowledged to me that s/he executed the same on such day in her/his authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



  
\_\_\_\_\_  
Notary Public  
Commission Number: 1811693

My Commission expires August 30, 2012

(Notarial Seal)

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

8/14/09



\_\_\_\_\_  
Robert W Alvord